

R. N. SARAF & CO.
CHARTERED ACCOUNTANTS
2659/2, GURDWARA ROAD, KAROL BAGH
NEW DELHI 110 005

AUDITORS' REPORT TO THE MEMBERS OF MINDA DISTRIBUTION AND SERVICES LIMITED.

Report on the Financial Statements

We have audited the accompanying financial statements of **Minda Distribution And Services Limited** ("the company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's board of Directors is responsible for the matters stated in section 134(5) of the Companies Act 2013 (the Act) with respect to preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with the Rule 7 of the Companies(Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for insuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.



An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of

such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Board of Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2016;
- b) In the case of the statement of Profit and Loss, of the profit for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016, ("the order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we enclose in the "Annexure A",

a statement on the matters specified in paragraphs 3 and 4 of the said order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
- b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.



- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified in Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of section 164 (2) of the Act.
- f) with respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
1. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
 2. The Company did not have any material foreseeable losses on long term contracts including derivatives contracts.
 3. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Place : New Delhi

Date: 12th May 2016



FOR R.N.SARAF & CO.

CHARTERED ACCOUNTANTS

(Registration No. 002023N)

R.N. Saraf

R.N. SARAF, F.C.A.

(Membership No. 12439)

R. N. SARAF & CO.

CHARTERED ACCOUNTANTS

2659/2, GURDWARA ROAD, KAROL BAGH

NEW DELHI 110 005

"ANNEXURE A" TO THE AUDITOR'S REPORT OF EVEN DATE TO THE MEMBERS OF THE MINDA DISTRIBUTION AND SERVICES LIMITED ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2016

On the basis of such checks as we considered appropriate and in terms of information and explanations given to us, we state that:-

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
- (b) The fixed assets have been physically verified by the management at the year end. According to the information and explanation given to us, no material discrepancies have been noticed on such verification.
- (c) The company does not own an immovable property hence, particulars of title deed does not apply.
- (ii) As explained to us, the inventories have been periodically physically verified by the management. According to the information and explanation given to us, no material discrepancies have been noticed on such verification.
- (iii) The company has not granted any loans, secured or unsecured, to companies, firms, and limited liability partnerships or other parties covered in the register maintained under section 189 of the companies Act. Consequently, the requirement of clause 3(iii) (a), (b) and (c) of the Companies (Auditor's Report) Order, 2016 is not applicable.
- (iv) The company does not have any loans, investments, guarantees and security referred to in section 185 and 186 of the companies act, 2013. Accordingly, paragraph 3(iv) of the Order is not applicable.
- (v) The Company has not accepted any deposits from the public.
- (vi) The nature of the Company's business is such that maintenance of cost records specified by the central Government under sub section (1) of section 148 of The Companies Act, is not applicable.



(vii) (a) According to the records, information and explanations provided to us, Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employee's state insurance, income tax, sales tax, service tax, duty of custom, duty of excise, value added tax, cess and other statutory dues applicable to it and no undisputed amounts payable were outstanding as at March 31, 2016 for a period of more than six months from the date they became payable.

(b) There is no material dues of income tax, service tax, sales tax, duty of customs or duty of excise which have not been deposited with the appropriate authorities on account of any dispute. However, according to information and explanations given to us, the dues of Value added tax has not been deposited by the Company on account of disputes:

Name of the statute	Nature of dues	Amount (in Rs)	Period to which the amount relates	Forum where dispute is pending
The ORISSA VAT Act, 2004	Value Added Tax and Penalty	3,785,558	April 2012 to March 2014	Joint Commissioner

(viii) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.

(ix) The Company has not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.

(x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.



- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

Place: New Delhi
Date: 12th May 2016



FOR R.N.SARAF & CO.
CHARTERED ACCOUNTANTS
(Registration No. 002023N)
A. N. Saraf
R.N. SARAF, F.C.A.
(Membership No. 12439)

R. N. SARAF & CO.
CHARTERED ACCOUNTANTS
2659/2, GURDWARA ROAD, KAROL BAGH
NEW DELHI 110 005

"ANNEXURE B" TO THE AUDITOR'S REPORT OF EVEN DATE TO THE MEMBERS OF THE MINDA DISTRIBUTION AND SERVICES LIMITED ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT").

We have audited the internal financial controls over financial reporting of **MINDA DISTRIBUTION AND SERVICES LIMITED** ("the Company") as of 31 March 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the effectiveness of the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.



Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: New Delhi
Date: 12th May 2016



FOR R.N.SARAF & CO
CHARTERED ACCOUNTANTS
(Registration No. 002023N)

R.N. Saraf
R.N. SARAF, F.C.A.
(Membership No. 12439)



N K M I N D A G R O U P

T H I N K . I N S P I R E . F L O U R I S H

MINDA DISTRIBUTION AND SERVICES LIMITED
AUDITED FINANCIAL RESULTS
FOR THE F.Y. 2015-16

MINDA DISTRIBUTION AND SERVICES LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

NOTE:-1 ACCOUNTING POLICIES AND NOTES ON FINANCIAL STATEMENTS

1. Background

Minda Distribution and Services Limited (the Company) was incorporated in India on November 11, 2011. The Company is primarily involved in the trading of Auto and Allied products.

2. Basis of Preparation

The Financial Statements are prepared under the historical cost convention, in accordance with the generally accepted accounting principles, accounting standards notified under Section 133 of the Companies Act 2013 and the relevant provision thereof. All income and expenditure having a material bearing in the Financial Statements are recognized on accrual basis.

3. Significant Accounting Policies

3.01 Use of Estimates

The preparation of Financial Statement requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of Financial Statement and the reported amount of revenue and expenses during the reported period. Differences between the actual results and estimates are recognized in the period in which the results are known/ materialized.

3.02 Fixed Asset

Fixed Assets are stated at cost (including expenses related to acquisition and installation) less accumulated depreciation/ Amortization.

3.03 Depreciation/Amortization

Depreciation on fixed assets is provided over the useful life of the assets based on technological evaluation or the useful life for the tangible assets prescribed under Schedule II of Companies Act, 2013 is as under:

Building (temporary structure)	3 years
Electrical Fittings	10 years
Plant and Equipments	7 years
Furniture and Fixtures	10 years
Vehicles	8 years
Office Equipments	5 years
Computer Hardware	3 years

The cost of Intangible assets is amortized over a period of four years the estimated economic life of the assets.

All assets costing ₹ 5,000/- or below are depreciated full by way of one time depreciation after retaining five percent residual value.



Assets transferred from Minda Automotive Solutions Limited has been depreciated/amortized over a period of four years.

3.04 Impairment

The Company reviews the carrying amounts of its fixed assets annually to determine whether there is any indication that those assets suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment Loss. Recoverable amount is the higher of an asset's net selling price and value in use. In assessing the value in use, the estimated future cash flows expected from the continuing use of the asset and from its ultimate disposal are discounted to their present values using a pre-determined discount rate that reflects the current market assessments of the time value of money and risks specific to the assets.

An impairment loss to be charged to the statement of profit and loss in the year in which an asset is Identified as impaired. An impairment loss recognised in prior accounting periods is reversed if there has been a change in the estimate of the recoverable amount.

3.05 Inventory

Inventories of stock in trade, packing material are valued at lower of cost or net realisable value. Cost is computed on the Weighted Average basis. Inventories in transit is valued at cost.

3.06 Retirement Benefits

Provision for Gratuity and Leave Encashment has been made on the basis of actuarial valuation.

3.07 Sales/ purchases

- a) Sales are stated at net of return, discount and rejections.
- b) Purchases are stated at net of return and rejection.

3.08 Foreign Currency Transactions

a) Initial Recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign Currency amount the exchange rate between the reporting currency and the foreign currency at the date of transaction.

b) Transaction

Foreign currency monetary assets and liabilities are translated at the year end exchange rates. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

c) Exchange Difference

All exchange differences arising on settlement and translation of monetary items are recognised as income or expense in the year in which they arise.



3.09 Liabilities

All liabilities are provided for in the accounts except liabilities of contingent nature which are disclosed in the notes to account.

3.10 Income Tax

- a) The provision for income tax for the year is based on the assessable profit as computed in accordance with the Income Tax Act, 1961/Income Tax Rules, 1962.
- b) Deferred tax is recognized subject to consideration, of prudence on timing differences, being the difference between Taxable income and accounting income that originate in one period and capable of reversal in one or more subsequent periods.



MINDA DISTRIBUTION AND SERVICES LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2016

Particulars	Note No.	As at 31st March 2016 ₹	As at 31st March 2015 ₹
I. EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share capital	02	1,98,76,000	1,98,76,000
(b) Reserves and surplus	03	4,12,32,240	2,44,55,965
		6,11,08,240	4,43,31,965
(2) Non-current liabilities			
(a) Long-term borrowings	04	78,38,564	19,84,607
(b) Other Long term liabilities	05	2,91,27,495	2,45,64,995
(c) Long-term provisions	06	1,46,28,615	1,43,03,195
		5,15,94,674	4,08,52,797
(3) Current liabilities			
(a) Trade payables	07	42,86,35,767	35,11,17,352
(b) Other current liabilities	08	11,37,43,353	6,67,05,777
(c) Short-term provisions	09	30,68,412	17,03,416
		54,54,47,532	41,95,26,545
TOTAL		65,81,50,446	50,47,11,307
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets	10		
(i) Tangible assets		3,20,85,471	2,39,97,932
(ii) Intangible assets		53,77,079	61,37,421
(b) Deferred tax assets (net)	11	39,62,600	21,67,600
(c) Long-term loans and advances	12	30,61,900	30,71,900
		4,44,87,050	3,53,74,853
(2) Current assets			
(a) Inventories	13	28,29,26,051	20,34,36,413
(b) Trade receivables	14	27,17,42,683	22,75,89,255
(c) Cash and cash equivalents	15	4,31,92,037	3,09,91,461
(d) Short-term loans and advances	16	1,55,52,163	70,32,187
(e) Other current assets	17	2,50,462	2,87,138
		61,36,63,396	46,93,36,454
TOTAL		65,81,50,446	50,47,11,307

In terms of our report attached

For R.N.SARAF & CO.
CHARTERED ACCOUNTANTS
Registration Number: 002023N

R.N. Saraf
R.N.SARAF, F.C.A.
Membership No. 12439

2659/2 Gurdwara Road,
Karol Bagh New Delhi 110005

Place: New Delhi
Date : 12th May 2016



For and on behalf of Board of Directors

ANAND KUMAR MINDA
(ANAND KUMAR MINDA)
Whole Time Director
DIN : 00007964

RAKESH KHER
(RAKESH KHER)
Whole Time Director
DIN : 06535828

SHYAM SUNDER WADHWA
(SHYAM SUNDER WADHWA)
General Manager - Finance & Accounts

MINDA DISTRIBUTION AND SERVICES LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

Particulars	Note	For the year ended 31 March 2016	For the year ended 31 March 2015
		₹	₹
Revenue from operations	18	4,22,14,00,178	3,59,04,91,557
Other income	19	1,67,01,651	1,81,56,583
Total revenue		4,23,81,01,829	3,60,86,48,140
Expenses			
Purchases of stock-in-trade	20	3,53,15,92,415	2,99,36,81,267
Changes in inventories of stock-in-trade	21	(8,17,46,836)	(2,29,33,634)
Employee benefits expense	22	17,32,31,406	13,43,40,778
Finance costs	23	34,96,267	24,21,032
Depreciation and amortization expense	24	1,24,86,554	1,21,55,805
Other expenses	25	57,35,49,218	47,57,20,785
Total expenses		4,21,26,09,024	3,59,53,86,032
Profit before tax		2,54,92,805	1,32,62,107
Tax expense			
Current tax		1,05,00,000	90,00,000
Add/(Less): Short/(Excess) Provision of earlier years		11,530	(6,29,773)
		1,05,11,530	83,70,227
Deferred tax liabilities / (assets)		(17,95,000)	(31,32,000)
Profit for the year		1,67,76,275	80,23,880
Earning Per Equity Share (Basic and diluted)		8.44	4.04

In terms of our report attached

For R.N.SARAF & CO.
 CHARTERED ACCOUNTANTS
 Registration Number: 002023N

R.N.SARAF
 R.N.SARAF, F.C.A.
 Membership No. 12439

2659/2 Gurdwara Road,
 Karol Bagh New Delhi 110005

Place: New Delhi
 Date : 12th May 2016



For and on behalf of Board of Directors

(ANAND KUMAR MINDA)
 (ANAND KUMAR MINDA)
 Whole Time Director
 DIN : 00007964

(RAKESH KHER)
 (RAKESH KHER)
 Whole Time Director
 DIN : 06535828

(SHYAM SUNDER WADHWA)
 (SHYAM SUNDER WADHWA)
 General Manager - Finance & Accounts

MINDA DISTRIBUTION AND SERVICES LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

Note 02 SHARE CAPITAL

Particulars	As at 31 March, 2016		As at 31 March, 2015	
	Number of shares	Amount in ₹	Number of shares	Amount in ₹
Authorised Equity shares of ₹ 10 each	22,50,000	2,25,00,000	22,50,000	2,25,00,000
Issued, Subscribed and fully paid up Equity shares of ₹ 10 each	19,87,600	1,98,76,000	19,87,600	1,98,76,000
Total	19,87,600	1,98,76,000	19,87,600	1,98,76,000

Refer Notes (i) to (iv) below

(i) Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the reporting year is set out below:

Particulars	As at 31 March, 2016		As at 31 March, 2015	
	Number of shares	Amount in ₹	Number of shares	Amount in ₹
Balance at the beginning of the year	19,87,600	1,98,76,000	19,87,600	1,98,76,000
Add: Issued during the year	-	-	-	-
Balance at the end of the year	19,87,600	1,98,76,000	19,87,600	1,98,76,000

(ii) Equity Shares held by holding Company

Particulars	As at 31 March, 2016	As at 31 March, 2015
	Number of shares	Number of shares
Minda Industries Limited and its nominees	1987600	1987600

(iii) Details of Shareholders holding more than five percent of equity shares is set out below

Class of shares / Name of shareholder	As at 31 March, 2016		As at 31 March, 2015	
	Number of shares held	Percentage of holding	Number of shares held	Percentage of holding
Equity shares				
Minda Industries Limited and its nominees	19,87,600	100	1987600	100

(iv) Terms/Rights attached.

The Company has only one class of equity shares having a par value of ₹10 per share. Each holder of equity is entitled to one vote per share.



MINDA DISTRIBUTION AND SERVICES LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

Note 03 RESERVES AND SURPLUS

Particulars	As at 31 March 2016	As at 31 March 2015
	₹	₹
Surplus in statement of profit and loss		
Balance as per last financial statement	2,44,55,965	1,64,32,085
Add: Profit for the year	1,67,76,275	80,23,880
Total	4,12,32,240	2,44,55,965

Note 04 LONG TERM BORROWINGS

Particulars	As at 31 March 2016	As at 31 March 2015
	₹	₹
Term loan (Secured)		
- From Kotak Mahindra Prime Ltd.	1,22,40,404	39,41,927
Less : Current maturities of long term debt	(44,01,840)	(19,57,320)
(refer note no 08)		
Total	78,38,564	19,84,607

Term loan is secured by hypothecation of vehicles financed .

Note 05 OTHER LONG TERM LIABILITIES

Particulars	As at 31 March 2016	As at 31 March 2015
	₹	₹
- Security from customers	2,91,27,495	2,45,64,995
Total	2,91,27,495	2,45,64,995

Note 06 LONG TERM PROVISIONS

Particulars	As at 31 March 2016	As at 31 March 2015
	₹	₹
Provision for employee benefits		
Gratuity	99,10,144	91,94,731
Leave encashment	47,18,471	51,08,464
Total	1,46,28,615	1,43,03,195



MINDA DISTRIBUTION AND SERVICES LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

Note 07 TRADE PAYABLES

Particulars	As at 31 March 2016	As at 31 March 2015
	₹	₹
On account of purchase and services	42,86,35,767	35,11,17,352
Total	42,86,35,767	35,11,17,352

Note 08 OTHER CURRENT LIABILITIES

Particulars	As at 31 March 2016	As at 31 March 2015
	₹	₹
Current maturities of long term debt (refer note no 4)	44,01,840	19,57,320
Advance from customers/ customer at credit	87,89,113	43,90,381
Statutory dues		
- Provident fund and other funds	15,84,364	12,43,243
- Service tax	7,69,729	2,11,021
- Sales Tax / Vat	4,11,65,675	3,22,07,474
- Tax deducted at source	28,32,989	18,31,696
Expenses payable	5,41,99,643	2,48,64,642
Total	11,37,43,353	6,67,05,777

Note 09 SHORT TERM PROVISIONS

Particulars	As at 31 March 2016	As at 31 March 2015
	₹	₹
Provision for employee benefits		
Gratuity	11,04,630	13,25,909
Leave encashment	19,63,782	3,77,507
Total	30,68,412	17,03,416



MINDA DISTRIBUTION AND SERVICES LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st March, 2016

Note 10 FIXED ASSETS

Particulars	GROSS BLOCK			ACCUMULATED DEPRECIATION / AMORTIZATION					NET BLOCK	
	Balance as at 01.04.2015	Deduction/Trf.	Additions during the year	Disposals during the year	Balance as at 31.03.2016	Balance as at 01.04.2015	Depreciation/ amortization for the year	Eliminated on disposal of assets during the year	Balance as at 31.03.2016	Balance as at 31.03.2015
	₹		₹	₹	₹	₹	₹	₹	₹	₹
I) TANGIBLE ASSETS										
Building	13,59,400	-	-	-	13,59,400	12,91,430	-	-	12,91,430	67,970
Electrical Fittings	17,62,021	-	-	-	17,62,021	4,07,192	1,80,615	-	5,87,808	13,54,829
Plant and Equipments	36,20,562	-	73,830	-	36,94,392	12,68,567	5,38,538	-	18,07,105	23,51,995
Furniture and Fixtures	54,43,177	-	1,41,906	-	55,85,083	22,05,982	5,62,678	-	27,68,660	32,37,195
Vehicles	89,99,227	-	1,51,69,509	20,82,344	2,20,86,392	23,93,618	29,60,953	4,88,842	48,65,729	66,05,609
Office Equipments	1,02,63,816	-	14,37,647	1,01,900	1,15,99,563	32,54,657	24,94,560	90,422	56,58,796	70,09,159
Computer Hardware	89,50,982	-	17,58,125	9,01,390	98,07,717	55,79,806	19,20,885	6,71,121	68,29,570	33,71,176
Total	4,03,99,185	-	1,85,81,017	30,85,634	5,58,94,568	1,64,01,253	86,58,229	12,50,385	2,38,09,097	2,39,97,932
Total Previous Year	3,46,93,966		59,97,158	2,91,939	4,03,99,185	79,14,683	86,53,251	1,66,681	1,64,01,253	2,39,97,932
II) INTANGIBLE ASSETS										
Computer Software	1,44,21,043	-	30,67,983	-	1,74,89,026	82,83,622	38,28,325	-	1,21,11,947	61,37,421
Total	1,44,21,043	-	30,67,983	-	1,74,89,026	82,83,622	38,28,325	-	1,21,11,947	61,37,421
Total Previous Year	1,36,12,122		8,08,921	-	1,44,21,043	47,81,068	35,02,554	-	82,83,622	88,31,054



MINDA DISTRIBUTION AND SERVICES LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

Note 11 DEFERRED TAX ASSETS (NET)

Particulars	As at 31 March 2016	As at 31 March 2015
	₹	₹
Assets/(Liabilities) at the beginning of the year	21,67,600	(9,64,400)
Add: Asset during the year	17,95,000	31,32,000
Assets at the end of the year	39,62,600	21,67,600

Note 12 LONG TERM LOANS AND ADVANCES
(Unsecured, Considered good)

Particulars	As at 31 March 2016	As at 31 March 2015
	₹	₹
Security deposit with revenue authorities	52,000	62,000
Electricity Deposit	1,57,500	1,57,500
Contribution to Gratuity Trust fund	10,000	10,000
Other Deposit	28,42,400	28,42,400
Total	30,61,900	30,71,900

Note 13 INVENTORIES
(As taken, valued and certified by the management)

Particulars	As at 31 March 2016	As at 31 March 2015
	₹	₹
Stock in Trade	27,96,68,263	19,79,21,427
Packing Material	4,94,470	4,53,575
Goods In Transit	27,63,318	50,61,411
Total	28,29,26,051	20,34,36,413

Note 14 TRADE RECEIVABLES

Particulars	As at 31 March 2016	As at 31 March 2015
	₹	₹
Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
Considered good	-	-
Considered doubtful	17,32,704	18,69,639
Other Trade receivables		
Considered good	27,17,42,683	22,75,89,255
Considered doubtful	-	-
	27,34,75,387	22,94,58,894
Less: Provision for doubtful trade receivables	17,32,704	18,69,639
(Secured to the extent of Rs. 2,11,76,135/- last year Rs. 1,86,30,057/-)		
Total	27,17,42,683	22,75,89,255



MINDA DISTRIBUTION AND SERVICES LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

Note 15 CASH AND CASH EQUIVALENTS

Particulars	As at 31 March 2016	As at 31 March 2015
	₹	₹
Balances with Banks		
- On current accounts	2,29,47,114	65,05,433
- On deposit accounts @	2,02,24,222	2,44,68,207
Others		
- Silver coins @@	20,701	17,821
Total	4,31,92,037	3,09,91,461

@ Includes pledged as Security with Sales Tax Authorities

2,20,000

2,20,000

@@ In Nos

75

69

Note 16 SHORT TERM LOANS AND ADVANCES
(Unsecured, Considered good)

Particulars	As at 31 March 2016	As at 31 March 2015
	₹	₹
Advance to suppliers	81,03,564	14,39,022
Employee advance/Imprest	33,78,580	29,92,066
Prepaid expenses	37,49,794	22,92,026
Deposit of disputed demand of sales tax	2,70,400	-
Taxes paid / deducted at source (net of provisions)	49,825	3,09,073
Total	1,55,52,163	70,32,187

Note 17 OTHER CURRENT ASSETS

Particulars	As at 31 March 2016	As at 31 March 2015
	₹	₹
Interest accrued on deposit with bank	86,209	63,478
Duty drawback Receivable	1,38,361	2,23,660
Insurance Claim Receivable	25,892	-
Total	2,50,462	2,87,138



MINDA DISTRIBUTION AND SERVICES LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

Note 18 REVENUE FROM OPERATIONS	For the year ended 31 March 2016	For the year ended 31 March 2015
	₹	₹
Sale of Product (Refer Note (1) below)	4,22,09,65,002	3,58,99,47,339
Other operating revenue(refer Note(2) below)	4,35,176	5,44,218
	4,22,14,00,178	3,59,04,91,557

Note(1) :-

Sale of Products comprises

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
	₹	₹
Domestic/ export		
Switches	1,19,64,69,801	1,25,92,79,666
Lights	75,57,26,526	61,60,86,371
Horns	71,17,89,380	63,27,89,892
Others	1,55,69,79,294	1,08,17,91,409
Total	4,22,09,65,002	3,58,99,47,339

Note(2) :-

Other operating revenue

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
	₹	₹
Sale of Waste	4,35,176	5,44,218
	4,35,176	5,44,218

Note 19 OTHER INCOME

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
	₹	₹
Interest income		
on Deposits with Bank	29,66,861	31,75,307
on Electricity deposit	6,118	6,119
on Income tax refund	-	77,267
on Others	5,58,857	11,74,535
Cash discount income	1,11,06,143	1,19,05,286
Service Income	15,23,296	11,73,943
Export Incentive	4,03,441	6,44,126
Provision for Doubtful Trade Receivables written back	1,36,935	
Total	1,67,01,651	1,81,56,583



MINDA DISTRIBUTION AND SERVICES LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

Note 20 PURCHASES OF STOCK IN TRADE

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
	₹	₹
Switches	98,03,51,790	1,02,69,49,638
Lights	62,95,81,247	52,35,14,819
Horns	57,34,38,731	51,17,79,873
Others	1,34,82,20,648	93,14,36,937
Total	3,53,15,92,415	2,99,36,81,267

Note 21 CHANGES IN INVENTORIES OF STOCK IN TRADE

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
	₹	₹
Inventories at the end of the year: Stock in trade	27,96,68,263	19,79,21,427
Less: Inventories at the beginning of the year: Stock in trade	19,79,21,427	17,49,87,793
Net (increase) / decrease	(8,17,46,836)	(2,29,33,634)

Note 22 EMPLOYEE BENEFITS EXPENSE

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
	₹	₹
Salaries and Wages	14,33,52,189	10,85,33,319
Contribution to Provident fund and other fund	99,68,691	77,04,075
Gratuity	61,49,612	52,84,205
Recruitment expenses	12,35,052	9,27,553
Staff welfare expenses	1,25,25,862	1,18,91,626
Total	17,32,31,406	13,43,40,778



MINDA DISTRIBUTION AND SERVICES LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

Note 23 FINANCE COSTS

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
	₹	₹
Interest to		
- Security deposit from customer	22,07,791	18,97,467
Financial Charges	12,23,590	3,86,491
Bank charges	64,886	1,37,074
Total	34,96,267	24,21,032

Note 24 DEPRECIATION AND AMORTIZATION EXPENSES

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
	₹	₹
Depreciation for the year on tangible assets Refer note 10 (I)	86,58,229	86,53,251
Amortization for the year on intangible assets Refer note 10 (II)	38,28,325	35,02,554
Total	1,24,86,554	1,21,55,805



MINDA DISTRIBUTION AND SERVICES LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016
Note 25 OTHER EXPENSES

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
	₹	₹
Power and fuel	21,24,690	20,10,252
Rent (including lease rent)	1,85,82,630	1,53,77,404
Repair to		
Building	11,41,460	24,88,170
Others	52,12,185	42,43,627
Insurance	30,08,973	17,99,088
Rates and taxes	64,834	1,06,999
Legal and Consultancy Charges	1,31,72,593	1,00,43,061
Auditors Remuneration		
- As Auditors	5,15,250	5,05,620
- For Tax audit	1,14,500	1,12,360
- For Income Tax matters	80,150	
Printing and stationery	51,33,026	63,31,025
Communication expenses	74,59,807	60,13,155
Travelling and conveyance	5,82,29,946	4,22,35,250
CSR Expenses / Donation	21,21,000	20,00,000
Loss on sale of fixed assets (net)	4,02,082	3,780
Forwarding expenses	3,15,37,029	2,63,52,223
Carriage and forwarding agent expenses	2,58,46,016	2,35,23,291
Packing expenses	2,35,58,624	2,65,73,083
Provision for doubtful trade receivables	-	14,83,642
Bad Debts	-	77,950
Advertising and sales promotion	7,73,03,177	6,50,85,003
Commission on sales	3,15,123	3,51,219
Cash and target discount	26,79,45,831	21,02,68,395
Sales tax expenses / Octroi reimbursement @	84,88,248	89,83,497
Sales conference/ Dealer meet expenses	1,63,11,161	1,61,03,581
Sample expenses	87,701	21,291
Vehicle expenses	28,53,677	24,72,655
General expenses	18,74,886	11,46,700
Exchange loss (Net)	64,619	8,464
Total	57,35,49,218	47,57,20,785
@ Includes Penalty	1,04,899	-



NOTE 26 : NOTES ON CONTINGENT LIABILITY AND FINANCIAL STATEMENTS

PART A : CONTINGENT LIABILITY

No provision is made in respect of Sales tax demand of ₹ 4055958 relating to period 01.04.2012 to 31.03.2014 created by Sales tax Department, Cuttack during the year as same has been disputed in appeals before higher authority. The company has deposited ₹ 270400 against the same appearing in Note no. 12 of Balance sheet.

PART B : NOTES TO FINANCIAL STATEMENTS

1. Certain amounts appearing under the Trade receivable/Trade payables and Loans and Advances are subject to confirmation / reconciliation.

2. Managerial Remuneration to Directors

	Mr. Rakesh Kher		Mr. Anand Kumar Minda	
	For the year ended 31 March 2016	For the year ended 31 March 2015	For the year ended 31 March 2016	For the year ended 31 March 2015
	₹	₹	₹	₹
Salary	56,34,660	42,64,248	8,65,584	-
House Rent Allowances	16,90,404	12,79,274	5,19,348	-
Incentives	3,55,061	7,52,933	-	-
City Compairstory Allowances	5,63,472	4,26,424	86,556	-
Contribution to Provident Fund and other funds	6,76,164	5,11,710	1,03,872	-
Reimbursement of Medical Expenses	15,000	15,000	16,955	-

Excluding value of prerequisites of telephone, car and reimbursement of expenses on conveyance, refreshment, professional pursuit, membership fees, uniform and books and periodicals.

Exclusive of provision for future liabilities in respect of gratuity and leave encashment which are based on actuarial valuation done on overall company basis.

3. RELATED PARTY DISCLOSURE

Related party disclosures as required under Accounting Standard - 18 on "Related Party Disclosures" issued by the Institute of Chartered Accountants of India are given below :-

Transactions during the year

	For the year ended 31 March 2016 ₹ in lacs	For the year ended 31 March 2015 ₹ in lacs
Holding Companies : Minda Industries Ilmited		
-Purchase	11,559.11	10,059.90
-Trade payables	1,167.34	989.15
Fellow Subsidiaries : Minda Kyoraku limited		
-Purchase	29.75	-
: M J Casting limited	-	-
Associate : Samaira Engineering		
-Purchase	8340.70	7234.39

Key Management Personnel :

- Mr. Anand Kumar Minda (from 1st april' 2015)
- Mr Rakesh Kher
- Mr. Satish Sekhri
- Mr. Sudhir Jain
- Mrs. Seema Gupta

Remuneration paid to Directors and Whole Time Director is disclosed in the notes to Financial Statements.

Other Entities over which key Management Personnel is able to exercise significant influence: Nil



4. Ministry of Micro Small Enterprises has issued an Office Memorandum dated 26th August, 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs' Memorandum Number as allocated after filling of the Memorandum. Based on the information available with the management, there are no overdue outstanding to Micro and Small enterprises as defined in Micro, Small and Medium Enterprises Development Act, 2006. Further the company has not received any claim for interest from any supplier under the said Act.

5 Earning Per Share (EPS)

	For the year ended 31 March 2016 ₹	For the year ended 31 March 2015 ₹
Particulars		
Net profit for the year attributable to the equity shareholders	16776275	8023880
Weighted average of equity shares	1987600	1987600
Basic and diluted earning (in ₹) per share	8.44	4.04

- 6 The Company has recognized the cumulative net deferred tax assets in accordance with the provision of Accounting Standard - 22 issued by the Institute of Chartered Accountants of India.

Following are major components of deferred tax assets (liabilities) :-

S.No.	Particulars	(₹ in Thousand)	
		As at 31.03.2016	As at 31.03.2015
a)	Difference between book depreciation and tax depreciation	(22)	(1078)
b)	Provision for Gratuity and Leave Encashment	3420	2674
c)	Provision for doubtful receivables and advances	573	578
d)	Preliminary Expenses	(8)	(6)
e)	Net deferred tax Assets (Liabilities)	3963	2168

	This Year ₹	Last Year ₹
7 C.I.F. Value of Import	Nil	Nil
8 Expenditure in Foreign Currency - Travelling	23,59,361	18,56,755
9 Earning in Foreign Exchange - FOB Value of Export	1,92,68,771	2,02,85,135
10 Remittance in Foreign Currency	Nil	Nil

- 11 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

For R.N.SARAF & CO.

CHARTERED ACCOUNTANTS

Registration Number: 002023N

R.N.SARAF, F.C.A.
Membership No. 12439

2659/2 Gurdwara Road,
Karol Bagh New Delhi 110005

Place : New Delhi
Date : 12th May 2016



For and on behalf of Board of Directors

(ANAND KUMAR MINDA)
Whole Time Director
DIN : 00007964

(RAKESH KHER)
Whole Time Director
DIN : 06535828

(SHYAM SUNDER WADHWA)
General Manager - Finance & Accounts

MINDA DISTRIBUTION AND SERVICES LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

	FOR THE YEAR ENDED 31.03.2016		FOR THE YEAR ENDED 31.03.2015	
	₹ in thousands	₹ in thousands	₹ in thousands	₹ in thousands
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net profit before taxation	25,493		13,262	
Adjustments for :-				
Depreciation and amortisation expense	12,487		12,156	
Interest expense	3,431		2,284	
Interest income	(14,638)		(16,339)	
(Profit)/loss on sale of assets (net)	402	27,175	4	11,367
Operating profit before working capital changes		27,175		11,367
Movement in working capital :-				
Decrease/(increase) in inventories	(79,490)		(26,633)	
Decrease/(increase) in Trade receivable	(44,153)		(39,611)	
Increase in loans and advances	(8,769)		(2,067)	
Decrease in other current assets/non current assets	37		12	
(Decrease)/increase in current /non current liabilities	1,28,364	(4,011)	60,847	(7,453)
Net Cash used in operating activities	(4,011)	23,164	(7,453)	3,914
Less: Taxes Paid		10,252		11,149
		12,911		(7,235)
B. CASH FLOW FROM INVESTING ACTIVITIES				
Interest received	14,638		16,339	
Purchase/sale of fixed assets(net)	(20,216)		(6,685)	
		(5,578)		9,654
Net cash from/(used in) investing activities		(5,578)		9,654
C. CASH FLOW FROM FINANCING ACTIVITIES				
Interest paid	(3,431)		(2,284)	
Increase in borrowings (net)	8,298		(475)	
		4,867		(2,759)
Net cash from financing activities		4,867		(2,759)
D. Net Increase/(decrease) in cash and cash equivalents (A+B+C)		12,201		(340)
Cash and cash equivalents as at the beginning of the year		30,991		31,332
Cash and cash equivalents as at the end of the year		43,192		30,991
Note:		12,201		(340)
Cash and cash equivalents include:				
Cash		21		18
Balance with scheduled banks :				
in Current accounts		22,947		6,505
in Fixed deposit accounts		20,224		24,468
Cash and Cash equivalents at the end of the year		43,192		30,991

In terms of our report attached

 For R.N.SARAF & CO.
 CHARTERED ACCOUNTANTS
 Registration Number: 002023N

 R.N.SARAF, F.C.A.
 Membership No. 12439

 2659/2 Gurdwara Road,
 Karol Bagh New Delhi 110005

 Place: New Delhi
 Date : 12th May, 2016


For and on behalf of Board of Directors

 (ANAND KUMAR MINDA)
 Whole Time Director
 DIN : 00007964

 (RAKESH KHER)
 Whole Time Director
 DIN : 06535828

 (SHYAM SUNDER WADHWA)
 General Manager - Finance & Accounts